

**MINUTES OF MEETING
BOARD OF DIRECTORS
REGULAR MEETING
THE WOODLANDS TOWNSHIP
MARCH 24, 2010**

THE STATE OF TEXAS §

COUNTIES OF HARRIS & MONTGOMERY §

The Board of Directors of The Woodlands Township met in regular session, open to the public, on March 24, 2010, posted to begin at 9:00 a.m. The meeting was held in the Meeting Room at the Township's Office, 10001 Woodloch Forest Dr., Suite 600, The Woodlands, Texas, within the boundaries of the Township. The roll was called of the duly elected and appointed members of the Board of Directors, to wit:

Nelda Luce Blair	Chairman
Lloyd W. Matthews	Vice-Chairman
Bruce Tough	Vice-Chairman
Vicki D. Richmond	Treasurer/Assistant Secretary
Alex Sutton III	Secretary
Thomas Campbell	Director
Kemba DeGroot	Director
Peggy S. Hausman	Director
Claude Hunter	Director
Robert C. Kinnear	Director
Edmund W. Robb III	Director

with all of said persons being present, excluding Directors DeGroot and Kinnear, thus constituting a quorum. Also present for conducting business and assisting Board

members were Don Norrell, Monique Sharp, Anjanette Sauers, John Powers, Nick Wolda, Mike Page, Renee Williford, Kim Cogburn, Taunya Jacques, and Judy Faulkner.

Chairman Blair then called the meeting to order at 9:03 a.m. She announced that a quorum was present and that sufficient notice of this meeting had been duly posted as required by law. Chairman Blair then requested a motion to adopt the regular agenda. Director Campbell moved to adopt the agenda. The motion was seconded by Director Hunter and passed unanimously.

Next, Chairman Blair recognized public officials attending the meeting. Garry Watts, Mayor of Shenandoah, was recognized by the Chair at this time. A copy of the Public Official's Sign in Sheet is attached hereto as Exhibit "A".

Chairman Blair then called on names from the Public Comment Roster. The following individuals addressed the Board:

- John Nanninga-DSC and DRC comments
- Everett Ison-Veterans' Park comments

A copy of the Public Comment Roster is attached hereto as Exhibit "B".

Next, Chairman Blair asked the Board to consider and act upon approval of the minutes of the February 24, 2010 regular meeting of the Board of Directors of The Woodlands Township. Director Hunter moved to approve the minutes as written. The motion was seconded by Director Campbell and passed unanimously. A copy of the February 24, 2010 is attached hereto as Exhibit "C".

The Board was then asked to consider and act upon a proclamation in support and acknowledgment of 100 Years of Boy Scouting. Chairman Blair read the proclamation and then recognized the following members of the Tall Timbers District who were in attendance: Brett Lee, Garry Watts, Bruce Tough, and Alex Sutton. The Chair then called for a motion and second on this item. Vice-Chairman Tough moved to approve the proclamation in support and acknowledgment of 100 Years of Boy Scouting. Secretary Sutton seconded the motion and it passed unanimously. A copy of the proclamation is attached hereto as Exhibit "D".

Next, Chairman Blair asked the Board to consider and act upon a proclamation in support of Earth Day. Chairman Blair read the proclamation and then recognized Lynne Aldrich, Environmental Services Manager for The Woodlands Township, who then received the proclamation. Following the presentation, Director Hunter moved to approve a proclamation in support of Earth Day. Treasurer Richmond seconded the motion and it passed unanimously. A copy of the proclamation is attached hereto as Exhibit "E".

The Board then was asked to receive a presentation from Waste Management regarding the enhancement of environmental education projects. Chairman Blair called on John Powers, Assistant General Manager of Community Services for The Woodlands Township, to present this item. Mr. Powers introduced Terry Woodson, Municipal Marketing Manager for Waste Management. Ms. Woodson presented a check in the

amount of \$48,211.56 which will be used to enhance environmental education. No action was needed on this item.

Chairman Blair next asked the Board to receive and consider reports from Village Association representatives. The following reports were presented:

- **Steve Leahey-Alden Bridge Village Association** reported that new Board members were welcomed; a community bench for Cynthia Woods Mitchell was approved; officers were elected, and by-laws are currently being reviewed
- **Everett Ison-Panther Creek Village Association** reported information on the Spring Flea Market; officers and area representatives have been seated; Village Picnic is scheduled for June 12, 2010; thanked John Nanninga for his support with flag decorations; September 11, 2010 Astros baseball outing
- **Phillip Givens-Sterling Ridge Village Association** reported that the village supports the community bench for Cynthia Woods Mitchell; filled a vacancy on the Board; ongoing safety issues, complaints are still being received for the teen venue "Shadow Play"; finished revising by-laws; discussed new volunteer program "STAR" (Serving to Advance the Ridge); update on monthly e-newsletter
- **Glen Bernstein-College Park Village Association** reported that College Park will participate in Earth Day and Flea Market; welcomed new representative from Windsor Hills; voting on a new village representative who will give reports to the Township
- **Deborah Sargeant-Grogan's Mill Village Association** gave a report on accomplishments that included the Grogan's Mill Farmers' Market, bi-weekly newsletter, new dog park, and sidewalk for Lamar Elementary

Following the reports, Chairman Blair thanked the village representatives for their leadership roles and updates. The Village Association Representatives' Sign-In Sheet is attached hereto as Exhibit "F".

The Board was then asked to consider and act upon a recommendation from the Public Facilities Administration Committee for acceptance of a donation from the Village

Associations in memory of Cynthia Woods Mitchell. Chairman Blair called on John Powers to present this item. Mr. Powers informed the Board that the Village Associations agreed to provide 100% funding for the cost of a bench and memorial plaque in honor of Cynthia Woods Mitchell. The Woodlands Township agreed to provide an in-kind service of installing the bench. Following Mr. Powers' presentation, Secretary Sutton moved to accept the bench and agree to install the bench at a date and location to be coordinated with the Mitchell family. Vice-Chairman Matthews seconded the motion. A brief period of discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "G".

Chairman Blair next asked the Board to receive and consider preliminary financial reports, as of December 31, 2009, for The Woodlands Association, Inc., The Woodlands Community Association, Inc., The Woodlands Commercial Owners Association, Inc., The Woodlands Community Service Corporation and The Woodlands Recreation Centers, Inc. and approve amendments to 2010 capital carryovers. Monique Sharp, Assistant General Manager of Finance & Administration for The Woodlands Township, presented this item. Ms. Sharp referred the Board to a handout representing a Consolidated Balance Sheet for all of the above listed entities as of December 31, 2009 and provided a review of the information shown. A separate listing of capital improvement projects was provided to the Board and Ms. Sharp provided a review of this material as well.

Following Ms. Sharp's presentation, Director Hunter moved to approve the budget amendments. The motion was seconded by Secretary Sutton. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the handout material is attached hereto as Exhibit "H".

The Board was then asked to consider and act upon approving a 2010 budget amendment to fund the purchase of additional law enforcement vehicles and major equipment for District 6 (Township) operations and authorize the President/General Manager to execute an amendment to the interlocal agreement with Montgomery County for the provision of law enforcement services in connection therewith. Chairman Blair called on Monique Sharp to present this item. Ms. Sharp referred Board members to handout material and then provided background information on this item. Following Ms. Sharp's presentation, Director Hunter moved to authorize a budget amendment in the amount of \$407,461 to fund the purchase of additional vehicles and major equipment for the District #6 Township operation and authorize the President/General Manager to execute an amendment to the interlocal agreement with Montgomery County for the Provision of Law Enforcement Services in connection therewith. Director Campbell seconded the motion. The Chair then called for discussion. As there was none, a vote was then taken. The motion passed unanimously. A copy of the handout material is attached hereto as Exhibit "I".

Next, the Chair asked the Board to consider and act upon a 2010 budget amendment for the purchase and installation of security cameras. This item was already covered in item #11.

Chairman Blair then asked Board members to consider and act upon an amendment to The Woodlands Township's 2009 operating budget to actual and final approval of expenditures in connection therewith. Anjanette Sauers, Financial Reporting Manager for The Woodlands Township, was called on to present this item. Ms. Sauers referred the Board to handout material and commented that the budget amendments would be posted to The Woodlands Township's website. Ms. Sauers informed the Board that the purpose of the agenda item was to formally amend the 2009 budget to reflect expenditures for the year and to report on the proposed allocation to operating and capital reserves. Following Ms. Sauers' report, Vice-Chairman Matthews moved to amend The Woodlands Township's 2009 operating budget to actual and final approval of expenditures in connection therewith. The motion was seconded by Director Hunter. Chairman Blair then asked if the Board had any questions. As there were none, a vote was taken and the motion passed unanimously. A copy of the handout material is attached hereto as Exhibit "J".

Next, the Board received and acted upon the Financial Report. Anjanette Sauers presented this item and referred the Board to a handout regarding March Sales Tax Deposits. Ms. Sauers reported that March deposits totaled \$1,839,582 and Year to Date

deposits totaled \$7,846,493. Following Ms. Sauers presentation, Director Hunter moved to accept the Financial Report. Director Campbell seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the handout material is attached hereto as Exhibit "K".

Chairman Blair then asked the Board to consider and act upon a recommendation from the Executive Committee concerning approval of RESOLUTION NO. 002-10, ESTABLISHING PURCHASING AUTHORIZATIONS. Monique Sharp presented this item. The Board was informed about proposed revisions to the President/General Manager's commitment authority. Ms. Sharp explained that the proposed changes were due, in part, to the growth and change in purchasing requirements related to the transition effective January 1, 2010. Following Ms. Sharp's presentation, Secretary Sutton moved to approve RESOLUTION NO. 002-10, ESTABLISHING PURCHASING AUTHORIZATIONS, as recommended by the Executive Committee. Director Hunter seconded the motion. Discussion followed with Director Hausman inquiring about the audit process. Ms. Sharp commented that staff follows multiple internal control processes and that an annual audit is performed by a third party. Director Campbell asked for discussion regarding purchasing management. Don Norrell, President/General Manager for The Woodlands Township, commented that the Township has established a centralized purchasing operation that makes sure all approvals are applied appropriately before any purchase is made. Mike Page, legal

counsel for The Woodlands Township, asked if the external auditors had any reservations about the Township's internal control procedures. Ms. Sharp stated that no concerns had been found with The Woodlands Association or The Woodlands Township. In addition, Ms. Sharp commented that more stringent audit controls have been established over the last several years. Following Ms. Sharp's presentation and discussion, the Board voted to unanimously approve the motion. A copy of the Executive Summary is attached hereto as Exhibit "L". RESOLUTION NO. 002-10 is attached hereto as Exhibit "M".

Next, the Board was asked to consider and act upon a recommendation from the Executive Committee concerning approval of RESOLUTION NO. 003-10, ESTABLISHING COMMITMENT AND SIGNATURE AUTHORIZATIONS. Chairman Blair called on Monique Sharp to present this item. Following a brief presentation, Director Robb moved to approve RESOLUTION NO. 003-10, ESTABLISHING COMMITMENT AND SIGNATURE AUTHORIZATIONS. Director Campbell seconded the motion. Discussion followed with Director Hunter offering an amendment to the motion that would exclude the Executive Committee from the list of commitment authorities. Directors Robb and Campbell accepted the amendment. Additionally, Director Campbell noted that the Board of Directors' Commitment and Signature Authorization should be corrected to reflect an amount of "over \$50,000". Following discussion, the motion, with the amendment and

correction, passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "N". RESOLUTION NO. 003-10 is attached hereto as Exhibit "O".

Board members were then asked to consider and act upon a request from the City of Shenandoah for a pathway easement and a Memorandum of Understanding related to Grogan's Forest Section Six, Restricted Open Space Reserve (ROSR) A. Chairman Blair called on John Powers to present this item. Mr. Powers provided background information and noted that the project was part of a five year plan, but not currently funded. Representatives from Shenandoah included Garry Watts, Mayor of Shenandoah, Greg Smith, City Manager for Shenandoah, and Nathan Detrich, Assistant Director of Planning for Shenandoah. Following Mr. Powers' presentation, Director Hunter moved to authorize the President/General Manager to execute a temporary Right of Entry Easement to the City of Shenandoah to determine the alignment and location of an eight foot wide concrete pathway within Grogan's Forest Section Six, ROSR A; upon approval by the President/General Manager of the alignment and location of the pathway, authorize the President/General Manager to execute a permanent twelve foot wide Pathway Easement to the City of Shenandoah to operate and maintain the pathway which includes temporary construction access rights along the alignment of the pathway of approximately eighteen feet wide which would expire upon completion of the pathway construction; and authorize the President/General Manager to execute a Memorandum of Understanding with the City of Shenandoah to

mow and maintain a portion of Grogan's Forest Section Six ROSR A as requested by the City. Vice-Chairman Tough seconded the motion. Discussion followed and the following amendments were requested to be added to the motion:

- Director Hausman asked that the City of Shenandoah communicate information about the project to residents impacted by it; and
- Director Matthews asked that the easement be angled back toward the park at the North end.

Both amendments were accepted. Following discussion, the Board voted and the motion as amended passed unanimously. Copies of the Executive Summary, with supporting documents, are attached hereto collectively as Exhibit "P".

Next, the Board was asked to consider a review of annual survey of wage rate scales and consider adoption of a RESOLUTION ADOPTING PREVAILING WAGE RATE SCALE FOR CONSTRUCTION PROJECTS. The Chair called on Monique Sharp to present this item. Ms. Sharp informed the Board that Chapter 2258 of the Texas Government Code requires the Township to determine the general prevailing rate of per diem wages including the rate for overtime work and legal holidays. Following Ms. Sharp's presentation, Treasurer Richmond moved to adopt RESOLUTION NO. 004-10 ESTABLISHING A PREVAILING WAGE RATE SCALE FOR CONSTRUCTION PROJECTS. The motion was seconded by Secretary Sutton. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "Q". RESOLUTION NO. 004-10 is attached hereto as Exhibit "R".

Chairman Blair then asked the Board to consider and act upon an award of bid for uniform services for The Woodlands Township. John Powers provided background information on this item. Following Mr. Powers' presentation, Director Campbell moved to award the bid for uniforms and entrance door mat services to Cintas in the amount of \$30,816 with a three year contract. The motion was seconded by Director Hunter. A brief period of discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "S".

Next, the Board was asked to consider and act upon a recommendation from the Public Facilities Administration Committee regarding changes to the hours of operation for the Riva Row Boat House and The Woodlands Recreation Center. The Chair called on John Powers to present this item. Following a brief overview of the Executive Summary, Director Robb moved to approve a recommendation from the Public Facilities Administration Committee regarding changes to the hours of operation for the Riva Row Boat House and The Woodlands Recreation Center, as presented. Director Hunter seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary, with supporting documents, is attached collectively hereto as Exhibit "T".

The Chair then asked the Board to consider and act upon a recommendation from the Public Facilities Administration Committee regarding an award of bid for concession stand services at various parks. John Powers presented this item. Following

background information, Secretary Sutton moved to approve the recommendation from the Public Facilities Administration Committee and award the bid to Chic-Fil-A for Rob Fleming Aquatic Center in the amount of \$11,500 and Skeeter's, Inc. for Bear Branch Park in the amount of \$6,501 for a period of twenty-one months. The motion was seconded by Director Hunter. Following discussion, the Chair called for a vote. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "U".

The Board then recessed at 10:30 a.m. and reconvened in public session at 10:40 a.m.

Next, Chairman Blair proposed moving items #34-#39, related to the bonds, before item #23. Vice-Chairman Matthews moved to approve this action and Directors Campbell and Tough seconded the motion. The motion passed unanimously.

The Board then was asked to consider and act upon adopting an official action resolution regarding expenditures for park and recreation facilities. The Chairman referred the Board to a handout on this item along with the Executive Summary found in the meeting book. Mike Page was called on to present this item. Following Mr. Page's review of the item, Vice-Chairman Matthews moved to approve the adoption of an official action resolution to preserve the right of the Township to recover preliminary expenditures from bond proceeds under federal tax laws and regulations to fund park improvements. The motion was seconded by Director Campbell. The Chair then called

for discussion. As there was none, a vote was taken and the motion passed unanimously. Copies of the Executive Summary and handout material are attached hereto collectively as Exhibit "V". RESOLUTION NO. 006-10 EXPRESSING OFFICIAL INTENT TO REIMBURSE GENERAL FUND is attached hereto as Exhibit "W".

Next, the Board was asked to consider and act upon competitive bids received for The Woodlands Township's \$34,800,000 Unlimited Tax Bonds, Series 2010. Chairman Blair called on Drew Masterson, Managing Director of FirstSouthwest, to present this item. Mr. Masterson provided the Board with a handout regarding the Notice of Sale and Bidding Instructions and then informed the Board that the bond process went very well. Mr. Masterson was pleased to announce that the Township received a AA rating from Standard & Poors. Some of the strengths noted in the rating report were the economy, wealth and high income levels, sound financial position, solid reserves, and good financial management. The one constraint noted in the rating report was the high overall net debt burden per capita. The winning bid was received from Southwest Securities which includes Citi, Stevens, Edward D. Jones, and Wells Fargo. Following Mr. Masterson's presentation, Vice-Chairman Matthews moved to award the bonds to Southwest Securities and authorize the Chairman to accept the bid. Directors Robb and Richmond seconded the motion. A period of discussion followed and then a vote was taken. The motion passed unanimously. Copies of the Executive Summary and handout material are attached hereto as Exhibit "X".

Chairman Blair then asked the Board to consider and act upon adopting a RESOLUTION AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF THE WOODLANDS TOWNSHIP'S UNLIMITED TAX BONDS, SERIES 2010. Mike Page presented this item. Mr. Page referred the Board to a draft of "THE BOND RESOLUTION" and then provided a brief overview of the item. Following Mr. Page's comments, Treasurer Richmond moved to adopt RESOLUTION NO. 005-10 "THE BOND RESOLUTION". The motion was seconded by Director Campbell. Discussion followed. The Board then voted and the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "Y". RESOLUTION NO. 005-10 "THE BOND RESOLUTION" is attached hereto as Exhibit "Z".

Next, Board members were asked to consider and act upon engaging Bank of New York Mellon Trust Company as Paying Agent/Registrar for The Woodlands Township's \$34,800,000 Unlimited Tax Bonds, Series 2010. The Chair referred the Board to handout material and then Mike Page presented this item. Following Mr. Page's comments, Director Campbell moved to approve the Bank of New York Mellon Trust Company to serve as the Paying Agent/Registrar for The Woodlands Township's \$34,800,000 Unlimited Tax Bonds, Series 2010. Treasurer Richmond seconded the motion. A brief period of discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "AA".

The Board then was asked to consider and act upon authorizing completion and distribution of a final official statement in connection with The Woodlands Township's \$34,800,000 Unlimited Tax Bonds, Series 2010. Mike Page presented background information and then Director Hunter moved to authorize the completion and distribution of the final official statement in connection with The Woodlands Township's \$34,800,000 Unlimited Tax Bonds, Series 2010. The motion was seconded by Treasurer Richmond. Following discussion, the Board voted and the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "BB".

Next, the Board was asked to consider and act upon taking all necessary action in connection with the closing and delivery of The Woodlands Township's \$34,800,000 Unlimited Tax Bond Series, 2010, and the payment of issuance costs and the investment of the proceeds of such bonds. Mike Page provided background information on this item. Following Mr. Page's presentation, Director Hunter moved to authorize the President/General Manager and staff to pay all closing costs, execute all closing documents, provide notice and repayment of existing obligations, and any other necessary action in connection with the closing of the bonds. Director Campbell seconded the motion. A period of discussion followed and then a vote was taken. The motion passed unanimously.

Chairman Blair then directed the Board's attention to item #23 and asked that members consider a presentation regarding the Development Review Committee (DRC),

the Development Standards Committee (DSC), and the Community Standards Committee (CSC); and act upon an agreement with regard to the delegation of covenant responsibilities from the DRC to the DSC. The Chair called on John Powers to present this item. Mr. Powers provided a few comments and then introduced Bret Strong, legal counsel for The Woodlands Township, who made the presentation. Mr. Strong presented a historical overview of the three committees mentioned above and then informed the Board that the DSC and DRC had reached an understanding with respect to the revocable delegation of certain functions of the DRC to the DSC. As Mr. Strong explained, the agreement under consideration would allow for more resident input with regard to the functions of the DRC. Following Mr. Strong's presentation, Director Hunter moved to approve the agreement with regard to the delegation of covenant responsibilities from the DRC to the DSC with an amendment to have appointments reviewed by the Committee on Governance and Nominations. Director Campbell seconded the motion, and then withdrew his second. The Chair again asked for a second on the motion and amendment, but none was offered. Director Hunter's amended motion died for lack of a second. Chairman Blair then entertained another motion. Vice-Chairman Tough moved to approve the agreement with regard to delegation of covenant responsibilities from the DRC to the DSC. Vice-Chairman Matthews seconded the motion. Discussion followed and then a vote was taken. The motion passed with Directors Blair, Matthews, Richmond, Robb and Tough voting "yes";

Directors Campbell, Hausman, and Hunter voting "no"; and Director Sutton abstaining. A copy of the Executive Summary is attached hereto as Exhibit "CC".

Next, the Chair asked the Board to consider and act upon acceptance of a conveyance from The Woodlands Development Company of residual land parcels in Waterway Square. Mike Page was called on to present this item. Following background information on this item, Director Hunter moved to accept the revised deed and descriptions as presented. The motion was seconded by Treasurer Richmond. As there was no discussion, the Chair then called for a vote. The motion passed with Directors Blair, Campbell, Hausman, Hunter, Matthews, Richmond, Robb, and Tough voting "yes" and Director Sutton abstaining. A copy of the Executive Summary is attached hereto as Exhibit "DD".

The Board then was asked to consider and act upon the Use, Operations, and Maintenance Agreement with Municipal Utility District (MUD) 386 for May Valley Park. John Powers provided an overview of this item and then Director Hunter moved to approve the Use, Operations, and Maintenance Agreement with Harris-Montgomery Counties MUD 386 for May Valley Park. Director Campbell seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "EE".

Next, Board members were asked to consider and act upon the addition of May Valley Park to the Park and Pathway Maintenance Agreement with Houston Grotech

Services. John Powers presented an overview of this item. Following Mr. Powers' presentation, Director Hausman moved to approve the addition of May Valley Park to the Park and Pathway Maintenance Agreement with Houston Grotech Services. The motion was seconded by Director Campbell. Following discussion a vote was taken and the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "FF".

The Board then considered and acted upon the addition of May Valley Park to the Gate and Custodial Maintenance Agreement with Gracey's Commercial Cleaning Service. Director Hunter moved to approve the item as stated and Vice-Chairman Matthews seconded the motion. There was no need for discussion on this item. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "GG".

Next, the Board was asked to consider and act upon an award of bid for heating, ventilation, and air conditioning services to facilities of The Woodlands Township. Vice-Chairman Matthews moved to award the bid for heating, ventilation and air conditioning services, and preventative maintenance to Hal Watson in the base amount of \$43,824 for a thirty-six month contract. Director Campbell seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously.* A copy of the Executive Summary is attached hereto as Exhibit "HH". ***Director Sutton was not present during voting.**

Chairman Blair then asked the Board to consider and act upon authorizing staff to make payments to the Carlton Woods Association in accordance with the terms of the Annexation and Assignment Instrument dated August 16, 2000, which has now been assumed by The Woodlands Township. Don Norrell provided an overview of this item as outlined in the Executive Summary. Following Mr. Norrell's presentation, Director Hunter asked to combine items #29 and item #30 into one motion as stated: Authorize staff to proceed with the reimbursement to the Carlton Woods Association and Carlton Woods Creekside Association in accordance with the Annexation and Assignment Instrument of both entities dated August 16, 2000 and May 28, 2004, respectively; and to bring forward the proposed amendments to the agreement prior to making the July 2010 payment. Vice-Chairman Matthews seconded the motion. Discussion followed and then a vote was taken. The motion for items #29 and #30 passed with Directors Blair, Campbell, Hunter, Matthews, Richmond, Robb, Sutton, and Tough voting "yes" and Director Hausman voting "no". Copies of the Executive Summaries for items #29 and #30 are attached hereto as Exhibits "II" and "JJ", respectively.

Next, Board members were asked to consider and act upon a recommendation from the Executive Committee regarding a change to the Board meeting schedule for the month of May. The Chair called on Don Norrell to present this item as outlined in the Executive Summary. Following Mr. Norrell's presentation, Director Campbell moved to approve the recommendation from the Executive Committee to change the May 2010

Board of Directors meeting date from May 26 to May 19. The motion was seconded by Director Hunter and passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "KK".

The Board then received a presentation from staff regarding economic development objectives of The Woodlands Township. Don Norrell gave a PowerPoint presentation regarding this matter. No action was necessary on this item. A copy of the PowerPoint presentation is attached hereto as Exhibit "LL".

Chairman Blair next asked the Board to consider and act upon conducting a resident survey. Nick Wolda, Director of Community Relations for The Woodlands Township, was called on to present this item. Mr. Wolda provided background information on this item as outlined in the Executive Summary. Following Mr. Wolda's presentation, Director Hunter moved to approve staff to move forward with posting a Request for Proposal (RFP) to conduct a resident survey in 2010, using the questions on the 2008 survey with the addition of one more question, and to have final results delivered at the June 23, 2010 Board of Directors meeting. The motion died for lack of a second. Director Hausman then moved to approve staff to move forward with posting an RFP to conduct a resident survey in 2010, using the questions on the 2008 survey and to have final results delivered at the June 23, 2010 Board of Directors meeting. Any suggestions from Directors may be submitted to Nick Wolda for consideration. The motion was seconded by Director Campbell and passed unanimously. Discussion

followed and then the Chair called for a vote. The motion passed unanimously. Copies of the Executive Summary, draft RFP, and an example of the 2008 survey are attached hereto collectively as Exhibit "MM".

Chairman Blair then directed the Board's attention to item #40. The Board recessed to Executive Session at 12:10 p.m. to discuss matters relating to real property pursuant to §551.072, Texas Government Code; deliberation of economic development negotiations pursuant to §551.087, Texas Government Code; discuss personnel matters pursuant to §551.074, Texas Government Code; and to consult with The Woodlands Township's attorney concerning pending litigation pursuant to §551.071, Texas Government Code.

The Board reconvened in Public Session at 12:21 p.m. Chairman Blair announced that it would not be necessary to take action at this time on any matters. Secretary Sutton left the meeting at this point.

Next, Chairman Blair called for the following Administrative Reports:

- **Community Service Report given by John Powers:**
 1. Community Involvement Day will be held on Saturday, March 27, 2010 at Maplewood Park (Grogan's Mill Village) from 10:00 a.m. to 12:00 p.m.
 2. Update on maintenance of Waterway Square fountains
- **Community Policing Report-no report**
- **Human Resources Report-no report**
- **The Woodlands Fire Department Report-no report**

- **The Woodlands CVB Report given by Nick Wolda:**

1. Live @ Night begins this evening and continues for the next five Wednesdays.
2. Waterway Arts Festival on April 10-11, 2010

Next, Board members were asked to consider items to be placed on the agenda for the next meeting. There were no items.

The Chair then asked for Board announcements. No announcements were made.

As there were no further matters to come before the Board, Director Hunter moved to adjourn. Director Robb seconded the motion and it passed unanimously. The meeting was adjourned at 12:25 p.m.



Alex Sutton III
Secretary, Board of Directors

EXHIBIT OMISSIONS*

EXHIBIT "A"	EXHIBIT "U"
EXHIBIT "B"	EXHIBIT "V"
EXHIBIT "C"	EXHIBIT "W"
EXHIBIT "D"	EXHIBIT "X"
EXHIBIT "E"	EXHIBIT "Y"
EXHIBIT "F"	EXHIBIT "Z"
EXHIBIT "G"	EXHIBIT "AA"
EXHIBIT "H"	EXHIBIT "BB"
EXHIBIT "I"	EXHIBIT "CC"
EXHIBIT "J"	EXHIBIT "DD"
EXHIBIT "K"	EXHIBIT "EE"
EXHIBIT "L"	EXHIBIT "FF"
EXHIBIT "M"	EXHIBIT "GG"
EXHIBIT "N"	EXHIBIT "HH"
EXHIBIT "O"	EXHIBIT "II"
EXHIBIT "P"	EXHIBIT "JJ"
EXHIBIT "Q"	EXHIBIT "KK"
EXHIBIT "R"	EXHIBIT "LL"
EXHIBIT "S"	EXHIBIT "MM"
EXHIBIT "T"	

***To view Exhibits, please contact the Records Management Analyst at 281-210-3800.**